SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

CÔNG TY CỔ PHẦN CHỨNG KHOÁN DẦU KHÍ

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CHARTER

PETROVIETNAM SECURITIES INCORPORATED

Hanoi, September 16th, 2026

DRAFT – CHARTER OF PETROVIETNAM SECURITIES INC.

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OPENING

Petrovietnam Securities Incorporated (PSI) was established under the Business License No. 26 / UBCK-GPHĐKD by the State Securities Commission on December 19, 2006. This Charter was approved by the General Meeting of Shareholders on ....and is built on the following legal basis:

- *Enterprise Law No. 59/2020 / QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and documents guiding the implementation of the Law on Enterprises;*
- *Securities Law No. 54/2019 / QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2016, and documents guiding the implementation of the Law on Securities;*
- *Resolution of Annual General Meeting of Shareholders dated .....*

I. DEFINITION OF TERMS

Article 1. Terminology explanation

1. Unless the terms or the context of this Charter stipulate otherwise, the following terms shall be construed as follows:

a) "Company" means Petrovietnam Securities Incorporated;

b) "Business area" means the territory of Vietnam and abroad;

c) "Charter capital" means the total value of the issued shares that shareholders have fully paid, recorded in the company's charter and certified by the State Securities Commission from time to time.

d) "Law on Securites" means the Securities Law passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;

e) Enterprise Law No. 59/2019 / QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;

f) "Term" means the Term of this Charter;

g) "Date of Establishment" means the date on which the Company is granted License for Establishment;

h) "Law" means all legal documents specified in Article 1 of the Law on Promulgation of Legal Documents passed by the National Assembly of the Socialist Republic of Vietnam on June 3, 2008;

i) "Management personnel" means the members of the Board of Management, members of the Board of Directors, Chief Accountant;

j) "Company executives" means Executive Director, Deputy Director, Chief Accountant and other positions in the Company approved by the Board of Management;

k) "Related Person" means an individual or organization relate to each other under the provisions of the Securities Law and the Enterprise Law;

l) "Major Shareholder" means a shareholder directly or indirectly owning five percent (5%) or more of the voting shares of the Company;

m) "Vietnam" means the Socialist Republic of Vietnam;

n) "SSC" means the State Securities Commission.

2. In this Charter, reference to any term or document will include any amendments or replacements to such term or document.

3. The headings (sections, articles of the Charter) are added for convenience and do not affect the meaning and content of the Charter.

4. Words or terms defined in the Law on Enterprises, the Law on Securities will have the same meanings in this Charter if they do not conflict with the subject or the context.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, TERM OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, legal form, office, organizational structure and duration of operation

1. Company name:

a) Full name in Vietnamese: Công ty Cổ phần Chứng khoán Dầu khí

b) Full name in English: Petro Vietnam Securities Incorporated

c) Abbreviation name: PSI

2. Legal form of the Company

A joint stock company is licensed to establish and operate in accordance with the Law on Securities, has the legal status, in accordance with the current law of Vietnam.

3. Registered office of the Company:

a) Address: Level 2, Hanoi Tourist building, No. 18 Ly Thuong Kiet, Phan Chu Trinh ward, Hoan Kiem district, Hanoi

b) Phone: (84-24) – 3 9343 888 Fax: (84- 24) – 3 9343 999

c) Email: psi@psi.vn

d) Website: www.psi.vn

4. Operational network:

a) The Company may open and close branches, transaction offices and representative offices in provinces and cities to implement the Company's operational objectives, in accordance with the decision of the Board of Directors. after being approved by SSC.

b) Branches, transaction offices, representative offices are units of the Company and the

Company must take full responsibility for the operation of its branches, transaction offices and representative offices.

c) The Company only conducts securities business, provides securities services at the locations of its head office, branches and transaction offices approved by the SSC.

d) The name of the branch, transaction office or representative office must bear the name of the Company together with the one of the following terms: the branch, transaction office, representative office and its own name to distinguish.

e) Branches and transaction offices are allowed to open securities trading accounts, receive deposited securities, receive and transmit orders directly to the head office / branch where the branch / transaction office belongs. Receiving agents are allowed to receive, preliminarily check and transmit orders to the head office / branch according to the contract with the Company.

5. Term of operation:

The term of operation of the Company will start from the date of establishment and is 50 years, except for the case of prematured termination of operation or extension of operation according to this Charter.

Article 3. Legal representative

The Director is the Legal Representative of the Company.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF THE COMPANY

Article 4. Objectives

1. The operational objective of the Company is to mobilize and use capital effectively in order to maximize profits and create jobs for employees; increase dividends for shareholders; contribute to the development of Vietnam's stock market and the state budget.

2. If any of the above targets need approval from the State authority, the Company will only implement that target after being approved.

Article 5. Scope of business

1. The business operations of the Company are:

a) Securities brokerage;

b) Securities self-trading;

c) Underwriting;

d) Securities investment advisory;

e) Securities depository;

f) In addition to the Proprietary trading specified in Clause 1 of this Article, the Company is provided with the entrusted service to manage the securities trading account of investors and other financial services in accordance with regulations of the Ministry of Finance.

2. The Company may supplement or withdraw one or more of the business operations mentioned in Clause 1 of this Article after it is approved by the SSC.

IV. CHARTER CAPITAL, SHARES

Article 6. Charter capital

1. On the date of adoption of this Charter, the charter capital of the Company is VND 598,413,000,000 (Five hundred and ninety eight billion, four hundred and thirteen million VND) divided into 59,841,300 shares (fifty nine million eight hundred forty one thousand three hundred shares) with par value of VND 10,000/share.
2. The Company may change its charter capital upon approval of the General Meeting of Shareholders and in accordance with the provisions of law.
3. The Company may issue other types of preference shares after obtaining the approval of the General Meeting of Shareholders and in accordance with the provisions of law.
4. The Company may issue other types of securities in accordance with the law.

Article 7. Shares type

1. The total charter capital of the Company is divided into 59,841,300 shares (Fifty-nine million eight hundred forty one thousand three hundred shares). The par value of shares is 10,000 VND / share.
2. Shares of the Company as at the date of approval of this Charter are only common shares (59,841,300 shares).
3. Ordinary shares cannot be converted into preference shares. Preference shares can be converted into common shares under a decision of the General Meeting of Shareholders. The method and rate of conversion are approved by the General Meeting of Shareholders in the framework of the law.
4. Ordinary shares: each common share has 01 vote. Owners of common shares are ordinary shareholders. Holders of common shares have the right to participate in the process of making decisions of the Company by voting at the General Meeting of Shareholders.

Article 8. Transfer of shares

1. Shares of the Company are freely transferred, except for cases where transfer is restricted according to the provisions of the Enterprise Law, the Securities Law and this Charter; Shares listed on the Stock Exchange are transferred in accordance with the law on securities and stock market. Shares which have not been paid for in full are not transferred and enjoy related rights such as the right to receive dividends, the right to receive shares issued to increase share capital from owner's equity, the right to buy newly offered shares.
2. Founding shareholders are not allowed to transfer their shares for a period of three (03) years from the date of establishment, except for the case of transferring to other founding shareholders in the Company and only transferring common shares to whom are not founding shareholders if approved by the General Meeting of Shareholders and in accordance with the provisions of law. This transfer must still ensure the holding rate of founding shareholders in accordance with current law. Upon expiration of the above period, the restrictions on common shares of founding shareholders are removed. The founding shareholders' transfer restriction applies only to the number of shares purchased at the time of incorporation of the Company.
3. Transactions to change the ownership of shares or contributed capital accounts for 10% or more of the contributed charter capital, transactions to change the ownership ratio of shareholders / capital contributors over or below the ownership level of 10%, 25%, 50%,

75% of the contributed charter capital of the Company must be approved by the SSC, unless the Company's shares are listed, registered for trading at the Stock Exchange (for the joint stock company) and transfer according to the decision of the court.

Article 9. Share redemption

1. The Company is only entitled to redeem shares when it fully satisfies the conditions and the buyback rate as prescribed by law.

2. Cases of share redemption:

a) Redemption at the request of shareholders:

Shareholders have the right to request the Company to redeem their shares, if such shareholder votes against the decision of the General Meeting of Shareholders on the reorganization of the Company or change of shareholder's rights and obligations per regulations in the company's charter. The request to redeem shares must be made in writing and sent to the Company within 10 working days from the date of the approval of the General Meeting of Shareholders on the above issues.

b) Redemption per decision of the Company:

The company may redeem common shares, shares with preferred dividends. Ratio, method and procedure for share repurchase shall be in accordance with the law on securities and stock market.

3. The company is only entitled to pay the shareholders redeemable shares according to the provisions of Clause 2 of this Article if right after paying all the redeemable shares, the company still ensures the full payment of all debts and other asset obligations.

Article 10. Forfeiture of shares

1. Where a shareholder fails to pay in full and on time for their shares, the Board of Management has the right to notify and request such shareholder to pay the unpaid amount with interest accrued on such sum, plus costs arising from failure to pay in full and on time to the Company in accordance with regulations.

2. The announcement of payment must specify the new time-limit for payment (at least seven (07) days from the date on which the announcement is sent), the location of payment and and state that on failure to make payment as required, then the number of shares which have not yet been fully paid for shall be forfeited.

3. If the requirements of the above-mentioned announcement are not satisfied, the Board of Directors shall have the right to forfeit the relevant number of shares before all amounts payable including interest and relevant costs are paid for in full. The Board of Directors may accept the surrender of forfeited shares in accordance with the provisions of Clauses 1 and 2 of this Article and in other cases specified in this Charter

4. Any forfeited or surrendered shares shall become the Company's assets. The Board of Directors may directly sell or authorize to sell or re-distribute such shares to, or deal with the persons who owned such forfeited shares or to other entities, on the conditions and in the manner the Board of Directors considers appropriate.

5. Shareholders holding forfeited or surrendered shares shall be required to waive their shareholders status with respect to such shares, but shall still be required to pay all relevant amounts plus interest at the rate as at the time of forfeiture or surrender but not exceeding 14% from the date of forfeiture up to the date of payment, in accordance with a decision of the Board of Directors. The Board of Directors shall have full power to make a decision on

enforcement of payment of all share values payable as at the time of forfeiture or surrender, or may make a decision on exemption of part or all of such amounts.

6. An announcement on forfeiture shall be sent to the holders of the shares which are to be forfeited prior to the time of forfeiture. The forfeiture shall remain valid even if there is a mistake or carelessness during the course of sending the announcement.

V. ORGANIZATION STRUCTURE, MANAGEMENT AND CONTROL

Article 11. Organization structure, management and control

1. The General Meeting of Shareholders
2. The Board of Directors.
3. The Board of Supevisory.
4. The Chief Executive Officer

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 12. Rights of shareholders

1. Rights of ordinary shareholders:

a) Attend and give opinions at the General Meetings of Shareholders and exercise the right to vote directly or via an authorized representative or in another form permitted by law or the Company's charter. Each ordinary share has a vote;

b) Receive dividends at a rate decided by the General Meeting of Shareholders;

c) Prioritize the purchase of new shares in proportion to the proportion of common shares owned by each shareholder in the Company;

d) Transfer their shares to other persons, except for the cases stipulated in Clause 3 of Article 120, Clause 1 of Article 127 of the Law on Enterprises and this Charter;

e) Sight, look up and make an extract of information in the list of Shareholders with voting rights and request amendment of incorrect information;

f) Sight, look up and make an extract or copy of the Charter of the Company, the book of minutes of meetings of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

g) Upon dissolution or bankruptcy of the Company, be distributed a part of the remaining assets of the Company pro rata to its proportion of share capital contribution in the Company

h) Request the Company to redeem his/her shares in the cases as provided for in Article 132 of the Law on Enterprises;

i) Receive equal treatment. Each share of the same type gives the owner the same rights, obligations and benefits. In case the Company has types of preference shares, the rights and obligations associated with those types of preference shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

j) To have full access to periodic and unusual information published by the Company in accordance with the law;

k) To have their legitimate rights and interests protected; propose to suspend or cancel resolutions and decisions of the General Meeting of Shareholders, the Board of Directors in accordance with the Law on Enterprises;

l) Other rights in accordance with the law and this Charter.

2. A shareholder or group of shareholders, who holds at least 10% of overall ordinary shares of the Company, shall be entitled to:

a) Request the convening of a General Meeting of Shareholders according to the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises

b) Sight and make an extract of the book of minutes and resolutions of the Board of Directors mid- year and annual financial statements, Reports of Audit Committee, contracts, transactions and other documents which must be through the Board of Directors, except documents related to trade secrets, business secrets of the Company.

c) Request the Audit Committee to check specific issues related to the management, operation of the Company, when needed. The request shall be made in writing, bear the full name, address, Nationality, ID/passport number if the shareholder is an individual; name, permanent residence, nationality, establishment decision number or establishment and operation certificate number if the shareholder is an organization; the holding and time of shares registration of each shareholder; total shares of the group of shareholders and the proportion of shares to the company's total shares; the issues that need inspecting, and inspection purposes;

d) The request for convention of the General Meeting of Shareholders shall be made in writing and be sent to the Company at least 03 working days before the date of General Meeting of Shareholders, the recommendation must clearly state the name of the shareholder, the number of shares of each type of shareholder, and the proposed issues to be included in the meeting agenda;

e) Other rights in accordance with the law and this Charter.

3. A shareholder or group of shareholders, who holds at least 10% of overall ordinary shares of the Company, shall be entitled to nominate candidates to the Board of Directors, Audit committee of the Company. The nomination of candidates to the Board of Directors, Audit committee of the Company are as followed:

a) Ordinary shareholders who form groups to nominate candidates to the Board of Directors & the Audit Committee must notify the meeting to shareholders prior to the day of the General Meeting of Shareholders;

b) Based on the number of members of the Board of Directors and the Audit Comittee, a shareholder or group of shareholders specified in this Clause is entitled to nominate one or

more than one persons under the decision of the General Meeting of Shareholders as candidate to the Board of Directors and the Audit Comittee. In case the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate under a decision of the General Meeting of Shareholders, the remaining number of candidates shall be determined by the Board of Directors, Audit Committee and other shareholders.

Article 13. Obligations of shareholders

1. To pay in full and on time for shares for which the shareholder has committed to subscribe
2. Not to be permitted to withdraw from the Company the capital contributed in any form, except for cases where such shares are re-deemed by the Company or others in accordance with laws. In case a shareholder withdraws a part of or all of the share capital contributed against this Clause, such shareholder and related person in the Company are jointly responsible for the debts and other liabilities of the Company up to the value of withdrawn shares and the damage caused;
3. To comply with the Company's Charter, internal rules and regulations of the Company;
4. To comply with decisions of the General Meeting of Shareholders, the Board of Directors;
5. Ensure confidentiality of the information provided by the Company in accordance with the company's Charter and the law; only use the information provided to exercise and protect its legitimate rights and interests; It is strictly forbidden to distribute or copy or send information provided by the Company to other organizations or individuals.
6. Attend the General Meeting of Shareholders and exercise the right to vote through the following forms:
   a) Attend and directly vote at the meeting;
   b) Exercise the right to vote via an authorized individual, institutional representative
   c) Attend and vote through online conferences, electronic voting. In this case, there will be detailed guidelines for Shareholders to implement;
   d) Send votes to the meeting by mail, fax, or email:
      - Send votes by secured mail to the Board of Directors at least one (01) day before the meeting. In this case, vote counting supervisors of the General Meeting of Shareholders has the right to open the votes of that shareholder at the General Meeting of Shareholders;
7. To be personal responsibility where he or she performs one of the following acts in any form in the name of the Company:
   a) To breach the law;
   b) To conduct business and other transactions for the personal benefit of himself or herself or other organizations or individuals;
   c) To pay premature debts where the Company is likely to be in financial danger.

8. Perform other obligations as prescribed by law.

Article 14. General Meeting of Shareholders

1. The General Meeting of Shareholders shall include all Shareholders with voting rights, and shall be the highest decision-making authority of the Company.

2. The annual General Meeting of Shareholders shall take place once a year and shall be held within four (04) months from the end of the fiscal year. Unless otherwise provided in the company charter, the Board of Directors shall decide to extend the Annual General Meeting of Shareholders in case of necessity, but not more than 6 months from the end of the fiscal year. The Board of Directors shall convene an extraordinary General Meeting of Shareholders. The venue of the General Meeting of Shareholders is determined as the place where the Chair attends the meeting and must be in the territory of Vietnam.

3. The Board of Directors convenes the Annual General Meeting of Shareholders and selects the appropriate venue. Annual General Meeting of Shareholders decides on issues in accordance with the provisions of law and the company's Charter, especially through audited annual financial statements. In case the Company's annual financial statements audit report contains qualified, adversed or disclaimer of opinion, the Company must invite representatives of the approved audit firm to attend the Annual General Meeting of Shareholders and the representative of the approved audit firm mentioned above is responsible for attending the Annual General Meeting of Shareholders of the Company.

4. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the following cases:

a) The Board of Directors considers it necessary to do so in the interests of the Company;

b) The number of remaining members of the Board of Directors is less than half of the number of members stipulated in the Law;

c) The shareholder or group of shareholders mentioned in Clause 2 of Article 115 of Law on Enterprises; request the convention of the General Meeting of Shareholders in written petition. The written petition must specify the reason and purpose of the meeting, and must be signed by all relevant shareholders (the petition can be made in several copies to collect signatures of all relevant shareholders);

d) At the request of the Audit Committee;

e) Other cases as provided by the Law and this Charter.

5. Convening the General Meetings of Shareholders

a) The Board of Directors must convene the General Meeting of Shareholders within a time-limit of thirty (30) days as from the date of number of remaining members of the Board of Directors, independent members of the Board of Directors or members of the Audit Committee described in Point b, Claus 4 of this Article or from the date of receipt of the request stipulated Point c

& d, Clause 4 of this Article.

b) If the Board of Directors fails to convene the General Meeting of Shareholders as prescribed at Point a, Clause 5 of this Article, within the following 30 days, the Audit Committee shall convene the General Meeting of Shareholders instead of the Board of Directors under the provisions of Clause 3, Article 140 of the Law on Enterprises;

c) If the Audit Committee fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point b, Clause 4 of this Article, a shareholder or a group of shareholders defined at Point c, Clause 4 of this Article has the right to request a representative of the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises;

d) In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders are reimbursed by the Company. These expenses do not include expenses spent by shareholders when attending the General Meeting of Shareholders, even expenses for accommodation and travel.

e) Procedures for organizing the General Meeting of Shareholders are specified in Clause 5, Article 140 of the Law on Enterprises.

Article 15. Rights and obligations of General Meeting of Shareholders:

1. Rights and obligations of General Meeting of Shareholders:

a) To adopt the development orientation of the Company;

b) To make decisions on classes of shares and the total number of shares of each class which may be offered for issuance;

c) To elect, remove or discharge members of the Board of Directors;

d) To make decisions on the investment or sale of assets valued at 35% or more of the total value of the Company's assets recorded in the Company's latest financial statement;

e) Decision to amend and supplement the company's charter;

f) To approve annual financial statements;

g) To make decisions on redemption of more than 10% of the total number shares already sold;

h) To consider and deal with breaches by the Board of Directors, Audit Committee which cause damage to the Company and its shareholders;

i) To make decisions on re-organization and dissolution of the Company;

j) To decide the budget or total remuneration, bonus and other benefits for the Board of

Directors, Audit Committee

k) To approve the Internal Regulation, Operation Regulation of the Board of Directors, Audit Committee;

l) To approve the list of approved audit firms; to select the approved audit company to audit the Company, to dismiss the approved auditor when it is considered necessary.

2. The annual General Meeting of Shareholders shall discuss and ratify the following issues:

a) The Company's annual business plan;

b) Audited annual financial statements;

Report of the Board of Directors on business administration and performance of the Board of Directors and each member thereof;

c) Report of the Audit Commitee on the business results of the Company, the performance of the Board of Directors, Director;

d) Report on self-assessment of operation results of the Audit Committee and members of the Audit Committee;

e) Annual dividend rate for each class of shares;

f) Number of members of the Board of Directors, Audit Committee;

g) Appointment, discharge or removal of members of the Board of Directors and the Audit Committee;

h) To decide the budget or the total remuneration, bonus and other benefits for the Board of Directors, the Audit Committee;

i) To approve the list of approved audit firms; to select the approved audit company to audit the Company, when it is considered necessary.

j) Amendments and supplements to the Company's Charter;

k) Type of shares and number of new shares to be issued for each type of shares and transfer of shares by founding members within the first 3 years from the date of establishment;

l) Consolidation, merger, separation, division or conversion of the Company;

m) Reorganization or dissolution (liquidation) of the Company and appointment of liquidators;

n) Decisions on the sale of assets of the Company or any purchase valued at least 35% of the total value of Company and its branches assets as recorded in the latest audited financial statement;

o) Repurchase by the Company of more than 10% of a issued of shares;

p) The Company sign contracts with individuals stipulated in Clause 1 Article 167 of the Law on Enterprises with the value equal or higher than 35% of the total asset value of the Company and its branches recorded in the latest audited financial statement;

q) To approve the transactions specified in Clause 4 Article 293 of the Decree No. 155/2020 / ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

r) Approve the internal regulations on corporate governance, the Operation Regulations of the Board of Directors and the Audit Committee;

s) Other issues provided in this Charter and regulations of the Company.

3. All resolutions and issues included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.

Article 16. Authorization for participating the General Meeting of Shareholders

1. Shareholders, authorized representatives of institutional shareholders can directly attend the meeting or authorize one or several other individuals or institutions to attend the meeting or to attend the meeting through one of the forms specified in Clause 3, Article 144 of the Law on Enterprises.

   The authorization for a individual or institution representative to attend the General Meeting of Shareholders as provided for in Clause 1 of this Article must be made in writing. The authorization document is made according to the provisions of civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual/ institution, the number of authorized shares, the content of authorization, the scope of authorization, term of authorization, signatures of the principal and the authorized party.

   The person authorized to attend the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. In case of re-authorization, meeting attendees must present the original authorization document of the shareholder, the authorized representative of shareholder which is an institution (if it has not been registered with the Company before).

2. Voting of the authorized person to attend the meeting within the scope of authorization is still effective when one of the following occurs except:

a. The principal dies, or his capacity for civil acts is lost or is restricted;

b. The principal has canceled the authorization;

c. The principal has canceled the competence of the person implementing the authorization.

   This clause may not be applied in case the Company receives a notice about one of the above events prior to the opening time of the General Meeting of Shareholders or before the General Meeting of Shareholders is reconvened.

Article 17. Change of rights

1. The change or waiver of special rights attached to each class of shares will only be adopted by written consent signed by shareholders who represent at least 65% of voting right of the issued shares in such class. Resolution of the General Meeting of Shareholders on unfavourable changes of the rights and obligations of the shareholders who own preferred shares only being approved if the number of preference shareholders of the same type attending the meeting owns at least 75% of the of that same type of preferred shares approved or approved by preferenece shareholders of the same type owning 75% or more of such preferred shares in case of adoption of a resolution in the form of document.

2. The organization of such meeting is only valid when there are at least two (02) shareholders (or their authorized representatives) participated in the meeting who hold at least a third of the face value of the issued shares in such class. Where the number of such attendees is not sufficient, the meeting shall be reorganized within thirty (30) subsequent days and those attendees who are holders of such class of shares (regardless of the number of people and number of shares) are deemed to meet the above requirement whether they directly participate or via authorized representatives. At the separate meetings mentioned above, holders of such class of shares who are present personally or via authorized representatives can request voting by the mean of secret ballot. Then, each holder shall have a vote for each share of such class owned by him/her. Each share of the same type has equal voting rights at the above-mentioned meetings

3. The procedures for conducting such separate meetings shall be similar to those provided under Articles 19, 20 and 21 of this Charter.

4. Unless otherwise stipulated by the terms of issuing of shares, special rights attached to various classes of shares with preference rights regarding some or all issues on distribution of profits or assets of the Company may not be changed when the Company issues additional shares of the same class.

Article 18. Convene meeting, agenda and notice of invitation to meeting of the General Meeting of Shareholders

1. The Board of Directors convenes the Annual and Extraordinary General Meeting of Shareholders. The Board of Directors convenes an extraordinary meeting of the General Meeting of Shareholders under the cases specified in Clause 4, Article 14 of this Charter.

2. The convenor of the General Meeting of Shareholders must perform the following tasks:

a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information on the making of a list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days prior to the final registration date;

b) Prepare the agenda and contents of the meeting;

c) Prepare documents for the meeting;

d) Draft resolution of the General Meeting of Shareholders according to the expected agenda of the meeting;

e) Identify the time and venue to hold the meeting;

f) Inform and send notice of the meeting of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

g) Other tasks serving the meeting.

3. The notice of invitation to the meeting of the General Meeting of Shareholders is sent to all shareholders by a means to ensure that the contact address of the shareholder is reached, and at the same time announced on the website of the Company and State Security Commission of Vietnam, Stock Exchanges where the Company's shares are listed or registered. The person who convenes the General Meeting of Shareholders must send the meeting invitation to all shareholders in the list of shareholders entitled to attend the meeting at least 21 days before the opening date of the meeting. Agenda of the General Meeting of Shareholders, documents related to the issues to be voted at the meeting are sent to shareholders or / and posted on the website of the Company. In case the document is not attached with the notice of the meeting of the General Meeting of Shareholders, the notice of the meeting must clearly state how & where to download the entire meeting document so that shareholders can access, including:

a) The agenda, documents used in the meeting;

b) List and details of candidates in case of election of members of the Board of Directors, members of the Audit Committee;

c) Voting card

d) Draft resolution on each issue on the agenda.

4. A shareholder or group of shareholders as stipulated in Clause 2, Article 12 of this Charter has the right to recommend issues to be included in the agenda of the General Meeting of Shareholders. The recommendation must be in writing and must be sent to the Company at least 03 working days before the meeting's opening date. The recommendation must clearly state the name of the shareholder, the number of each type of shares of shareholders, and the proposed issues to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders may rejects the recommendations related to Clause 4 of this Article in the following cases:

a) The recommendation is not in relation to provisions of Clause 4 of this Article;

b) At the time of recommendation, the shareholder or the group of shareholders are holding less than five (05) per cent of the total ordinary shares as stipulated at Clause 2 Article 12 of this Charter.

c) The proposed issue is not within the decision scope of the General Meeting of Shareholders;

d) Other cases as stipulated by the Law and this Charter.

6. The convenor of the General Meeting of Shareholders must accept and include the recommendations specified in Clause 4 of this Article into the proposed agenda and agenda of the meeting, except for the case specified in Clause 5 of this Article; The recommendation is officially added to the agenda and the meeting if it is approved by the General Meeting of Shareholders.

Article 19. Conditions for convening the General Meeting of Shareholders

1. A meeting of the General Meeting of Shareholders shall be conduct where the number of attending shareholders represents at least 50% of votes.
2. In case the first meeting is not eligible to be conducted according to the provisions of Clause 1 of this Article, the General Meeting of Shareholders must be reconvened within thirty (30) days from the initial date of the first meeting. The reconvened General Meeting of Shareholders can only take place where the participants, including shareholders and authorized representatives, represent at least 33% of total voting shares.
3. If the meeting for the second time is not eligible as prescribed in Clause 2 of this Article, the invitation to the third meeting must be sent within 20 days from the intended date of the second meeting. The third General Meeting of Shareholders is held regardless of the total number of votes.

Article 20. Procedures for convening the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out the shareholder registration procedure and must do so until all shareholders entitled to attend the meeting have registered in the following order:

a) When registering shareholders, the Company grants each shareholder or authorized representative a voting card, on which the registration number, the full name of the shareholder, the full name of the authorized representative and number of votes of that shareholder. The General Meeting of Shareholders discusses and votes on each issue in the meeting. Voting is conducted by voting for, against and without opinion. At the meeting, the number of cards agreeing for the resolution is collected first, the number of disapproving cards will be collected later, finally counting the total number of votes for or against to decide. The voting results were announced by the Chairman just before the meeting was closed. The meeting elects the people responsible for counting votes or supervising the counting of votes at the request of the Chairman. The number of members of the vote counting committee is decided by the General Meeting of Shareholders at the request of the Chairman;

b) Shareholders, authorized representatives of institutional shareholders or authorized persons who arrive after the meeting has opened have the right to immediately register and then have the right to participate and vote at the meeting immediately after registration. The Chairman is not responsible for interrupting the meeting to allow late shareholders to register and the validity of the previously voted contents remains unchanged.

2. Election of the Chairman, Secretary, and Counting Board:

a) The Chairman of the Board of Directors shall chair or authorize another member of the Board of Directors to chair the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairman is absent or temporarily incapable of working, the remaining members of the Board of Directors shall elect one of them to chair the meeting according to the majority rule. In case the chairperson cannot be elected, the Head of the Audit Committee shall monitor General Meeting of Shareholders in order to elects the chairman of the meeting from among the attendees and the person with the highest votes shall chair the meeting;

b) Except for the case specified at Point a of this Clause, the person who signs to convene the General Meeting of Shareholders shall monitor so that the General Meeting of Shareholders elects the chairman of the meeting and the person with the highest number of votes shall chair the meeting;

c) The chairman appoints one or more than one person to be secretary of the meeting;

d) The General Meeting of Shareholders elects one or more person to the vote counting committee at the request of the chairman.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders in the opening session. The agenda must clearly and detail the timing for each content in the agenda.

4. The chairman of the meeting has the right to take necessary and reasonable measures to run the meeting of the General Meeting of Shareholders in an orderly, correct manner according to the approved agenda and reflect the expectation of the majority attending the meeting.

a) Arrange seats at the meeting venue of the General Meeting of Shareholders;

b) Ensure safety for everyone present at the meeting venues;

c) Create conditions for shareholders to attend (or continue to attend) the meeting. The person who convenes the General Meeting of Shareholders has full rights to change the above measures and apply all necessary measures. The applied measures may be the issuance of admission permits or use of other options.

5. The General Meeting of Shareholders discusses and votes on each issue in the program content. Voting is conducted by voting for, against and without opinion. The voting results were announced by the chairman just before the meeting was closed.

6. Shareholders or authorized persons arriving after the meeting has opened are still allowed to register and have the right to vote right after registration; in this case, the validity of the previously voted contents does not change.

7. The convenor or chair of the meeting of the General Meeting of Shareholders has the following rights:

a) Request all meeting attendees to submit to the inspection or other legal and required security measures;

b) Request the competent authority to maintain the order of the meeting; expel those who do not comply with the executive powers of the chair, intentionally disrupt order, prevent normal progress of the meeting or fail to comply with the security checks requirements from the meeting.

8. The chairperson has the right to postpone the meeting of the General Meeting of Shareholders even with the full number of registered attendees with no more than 03 working days of notice from the date the meeting is planned and only postpone the meeting / change the meeting venue in the following cases:

a) The meeting venue does not have enough seats for all attendees;

b) The media at the meeting venue does not ensure shareholders attending, discussing and voting during the meeting;

c) Having attendees to obstruct, disturb & incur risk of making the meeting fail to be conducted fairly and legally.

9. In case the chairman postpones or suspends the meeting of the General Meeting of Shareholders in a way that is contrary to the provisions of Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from the attendees to replace the chairman to run the meeting until the end; All resolutions passed at the meeting are effective for implementation.

10. In case the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company is responsible for ensuring that shareholders attend and vote in any form of electronic voting as stipulated in Article 144 of the Law on Enterprises and Clause 3 Article 273 of Decree No. 155 / ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Article 21. Passing of resolutions of the General Meeting of Shareholders

1. A resolution on one of the following issues shall be ratified when it is approved by a number of shareholders that represents at least 65% of votes of attending shareholders except for cases specified in Clauses 3, 4 and 6, Article 148 of the Law on Enterprises:

a) Classes of shares and total amount of each class;

b) Changes of business lines;

c) Change of the Company's organizational structure;

d) Project of investment or sale of assets of which the values are equal to or higher than 35% of the total asset value recorded in the latest audited financial statement of the Company;

e) Reorganization or dissolution of the Company.

2. Resolutions are passed when the number of shareholders owning more than 50% of the total number of votes of all attending shareholders, except for the case specified in Clause 1 of this Article and Clauses 3, 4 and 6 of Article 148 Enterprise Law.

3. Any resolution of the General Meeting of Shareholders which is ratified with 100% of voting shares shall be legitimate and effective even if the procedures for ratifying such Resolution are not conformable with this Charter as well as Law on Enterprises.

Article 22. Authority and formalities for collecting written opinions of shareholders to ratify resolutions of the General Meeting of Shareholders

Authority and formalities for collecting written opinions of shareholders to ratify resolutions of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors is entitled to collect written opinions of shareholders to ratify decisions of the General Meeting of Shareholders at any time when it is deemed necessary for the Company's interest except for the case specified in Clause 2, Article 147 of the Law on Enterprises.

2. The Board of Directors must prepare written opinion forms, draft resolutions of the General Meeting of Shareholders, documents explaining the draft resolutions and send them to all shareholders with voting rights at least 10 days before the deadline of returning the opinion forms. The request and method of sending opinion form and attached documents comply with the provisions of Clause 3, Article 18 of this Charter.

3. The written opinion form must contain the following principal particulars:

a) Name, head office address, number and date of issuance of the Business Registration Certificate

b) Purposes of collection of written opinions;

c) Full name, permanent address, nationality, the number of Identity Card, passport or other lawful personal identification in respect of a shareholder that is an individual; name, permanent address, nationality, number of establishment decision or umber of business registration of a shareholder or authorized representative in respect of a shareholder that is an organization; number of shares of each class and number of votes of the shareholder;

d) The issues that need voting;

e) Options including affirmative, negative, and abstentions;

f) Deadline for submitting the completed written opinion form to the Company;

g) Full name and signature of the Chairman of the Board of Directors

4. Shareholders may send completed written opinion form to the Company by post, by fax or email in the following manner:

a) By post. The completed written opinion form must bear the signature of the shareholder if the shareholder is an individual, or signature of the authorized representative or legal representative if the shareholder is an organization. Every written opinion form sent to the Company must be put into sealed envelopes. Envelopes must not be opened before counting;

b) By fax or email. Written opinion forms sent by fax or email must be kept confidential until the vote counting time.

c) Written opinion forms sent to the Company after the deadline written therein, written opinion forms sent by post in envelopes that are opened, written opinion forms sent by fax or email that are revealed are all invalid. If a written opinion form is not submitted, it will be excluded from voting;

5. The Board of Directors shall count the votes and make a vote counting record before shareholders that do not hold managerial positions in the Company. The vote counting record must contain the following information:

a. Name, head office address, number and date of issuance of the Business Registration Certificate, and place of business registration of the Company;

b. Purposes and issues that need voting;

c. The number of shareholders and total number of votes casted. The numbers of valid and invalid votes, enclosed with the list of voting shareholders;

d. Total number of affirmative votes, negative votes, and abstentions on each issue;

e. The issues that have been ratified;

f. Full name and signature of the Chairman of the Board of Directors, the company's legal representative, vote counting supervisors, and vote counters.

Members of the Board of Directors, vote counters and vote counting supervisors are jointly responsible for the truthfulness, accuracy of the vote counting record; jointly responsible for damage caused by the decisions ratified because of untruthful, incorrect counts of votes;

6. The vote counting record shall be sent to all shareholders within fifteen (15) days from the completion date of vote counting. If the Company has a website, the vote counting record may be posted on such website within 24 hours from the end of the vote counting instead of being sent to shareholders;

7. Completed written opinion forms, the vote counting record, ratified resolutions, and relevant documents enclosed with written opinion forms shall be kept at the Company's headquarter;

8. The resolution is passed by way of collecting shareholders' opinions in writing if the number of shareholders owning more than 50% of the total number of votes of all shareholders with voting rights approves or and is valid as Resolutions are passed at the General Meeting of Shareholders.

Article 23. Resolutions and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in writing, audio recordings, or other electronic means of recordings with the principal contents as prescribed by the Law on Enterprises. The meeting minutes must be made in Vietnamese language and foreign languages if necessary, with the following contents:

a) Name, head office address, Business Registration Certificate number

b) Time and location of the General Meeting of Shareholders;

c) The agenda and contents of the meeting;

d) Full names of the chairman and secretary;

e) Summarize the meeting progress and opinions made at the General Meeting of Shareholders on each issue in the agenda;

f) Number of shareholders and the total number of votes of the attending shareholders, the list of shareholders registration appendix, shareholder representatives attending the meeting with the corresponding number of shares and number of votes;

g) Total number of votes for each voting issue, which clearly state the voting method, total number of affirmative, negative, and abstentions votes; corresponding rate on the total number of votes of the attending shareholders;

h) The issues that have been passed and the corresponding percentage of votes through;

i) If the chair or secretary refuses to sign the meeting minutes, this minutes shall be effective if signed by all other members of the Board of Directors attending the meeting and fully contain the contents as prescribed in this Clause. Minutes of the meeting must clearly state that the chairman and secretary refused to sign the minutes of the meeting.

2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chair and secretary of the meeting or another person who signs in the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the content of the minutes.

3. The minutes are made in both Vietnamese and foreign language with the same legal effect. In case of any discrepancy between the record in Vietnamese and in foreign language, the Vietnamese version of the record shall prevail.

4. Resolutions, Minutes of the General Meeting of Shareholders, appendix of list of shareholders registering to attend the meeting with shareholder signatures, authorization documents, all documents attached to the Minutes (if any) and relevant documents attached to the meeting invitation must be disclosed in accordance with the law on information disclosure on the stock market and must be kept at the head office of the Company.

Article 24. Request for annulment of resolutions of the General Meeting of Shareholders

Within ninety (90) days from the day on which the minutes or the vote counting record is received, the shareholder or group of shareholders mentioned in Clause 2 Article 115 of the Law on Enterprises may request a court or arbitral tribunal to consider annulling the

Resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. The order and procedures for convening the meeting and making decisions of the General Meeting of Shareholders seriously violate the provisions of the Enterprise Law and the company's charter, except the case specified in Clause 3, Article 21 of this Charter.
2. The content of the resolution violates the law or this Charter.

VII. THE BOARD OF DIRECTORS

Article 25. Candidate and nomination to become members of the Board of Directors

1. If the candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the website of the Company so that shareholders can find out about these candidates before voting. Candidates of the Board of Directors must have a written commitment to the truthfulness and accuracy of the published personal information and must commit to performing the tasks honestly, carefully and for the highest interest of the Company if elected as a member of the Board of Directors. Information relating to candidates for the Board of Directors to be announced includes:

a) Full name, date of birth;
b) Qualification
c) Employment history;
d) Other managerial positions (including titles of the Board of Directors of other companies);
e) Benefits related to the Company and related parties of the Company;
f) Other information (if any) in accordance with the company's charter;
g) The public company is responsible for disclosing information about the companies in which the candidate holds the position of member of the Board of Directors, other managerial positions and the interests related to the company of the candidates for Board of Directors (if any).

2. A shareholder or group of shareholders owning from 10% of the total number of common shares has the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the company's charter.
3. In case the number of candidates for the Board of Directors through nomination and candidacy is still insufficient as prescribed in Clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce additional candidates or organizing nomination in accordance with the company's charter, internal corporate governance regulations and operating regulations of the Board of Directors. The introduction of candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.
4. A member of the Board of Directors must satisfy the criteria and conditions specified in Clauses 1 and 2, Article 155 of the Law on Enterprises and the company's charter.

Article 26. Composition and term of office of members of the Board of Directors

1. The number of members of the Board of Directors shall be at least 03 people. The specific number is decided by the General Meeting of Shareholders from time to time but must not exceed 11 people. The minimum number of members of the Board of Directors residing in Vietnam must be at least 03 people.

2. The term of office of a member of the Board of Directors does not exceed 05 years and may be re-elected for an unlimited number of terms. An individual can only be elected as an independent member of the Board of Directors of a company for no more than 2 consecutive terms. In case all members of the Board of Directors terminate at the same term, such members will continue to be members of the Board of Directors until a new member is elected to replace and take over.

3. The composition of the Board of Directors is as follows:

   The composition of the Board of Directors must ensure at least 1/3 of total number of the members of the Board of Directors are non-executive members. The Company limits the maximum number of members of the Board of Directors who concurrently hold the executive positions of the Company to ensure the independence of the Board of Directors.

4. A member of the Board of Directors shall no longer be a member of the Board of Directors in case he / she is dismissed or replaced by the General Meeting of Shareholders in accordance with Article 160 of the Law on Enterprises.

5. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure on the securities market.

6. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 27. Rights and obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, has full authority on behalf of the Company to decide and exercise the rights and perform the obligations of the company, except for the rights and obligations under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors shall be governed by the law, Charter, internal rules of the Company and the decisions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties:

a) To decide the medium-term development strategy and plan annual business plan of the Company;

b) To recommend types of shares and the total number of shares to be offered for each type;

c) To decide to sell unsold shares within the number of authorized shares of each type; decide to raise capital in other forms;

d) To decide the selling price of shares and bonds of the Company;

e) To decide to redeem shares according to the provisions of Clauses 1 and 2, Article 133 of the Law on Enterprises;

f) To decide on investment plans and investment projects within the rights and limits according to the provisions of law;

g) To decide on solutions for market development, marketing and technology;

h) To approve the contracts on the purchase, sale, loan, loan grant and other ones with their values equal or higher than 35% of the total value of assets stated in the latest financial statement of the Company, according to Point d, Clause 2, Article 138, Clause 1 and Clause 3, Article 167 of the Law on Enterprises

i) To appoint, dismiss the Board of Directors' Chairman, appoint, dismiss, sign and terminate the contract with the Chief Executive Officer or Company Executives or representative of the Company where the Board of Directors think as necessary for the highest interest of the Company. Such above mentioned dismissal may not be against the rights of the dismissed persons in the contract (if any);

j) To supervise and direct the Director (General Director) and other managers in operating the daily business of the Company;

k) To decide on the organizational structure, internal management regulations of the Company, decide on the establishment of subsidiaries, branches, representative offices and capital contribution and share purchase of other enterprises;

l) To approve the agenda, content of documents serving the General Meeting of Shareholders, convene the General Meeting of Shareholders or collect opinions for the General Meeting of Shareholders to pass resolutions;

m) To submit annual audited financial statements to the General Meeting of Shareholders;

n) To propose dividend rates to be paid; decide the deadline and procedures for paying dividends or dealing with losses incurred during business activities;

o) To propose the reorganization and dissolution of the Company; to request bankruptcy of the Company;

p) To establish Audit Committee; to decide and promulgate operation regulations, internal audit regulations of the Audit Committee. Organization structure, authority and power, duties and responsibilities of the Audit Committee are provided by the laws and regulations, this Charter and Internal Regulations on Corporate Governance of the Company;

q) Other rights and obligations in accordance with the Law on Enterprises, the Law on Securities, other laws and Charter of the company.

3. The Board of Directors must report to the General Meeting of Shareholders the results of the activities of the Board of Directors in accordance with the provisions of Article 280 of the

Government's Decree No. 155/2020 / ND-CP dated December 31, 2020, detailing implementation of a number of articles of the Law on Securities

Article 28. Remuneration, bonus and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration and bonuses to members of the Board of Directors according to business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. Remuneration is calculated by the number of working days necessary to fulfill the duties of the members of the Board of Directors and the daily remuneration rate. The Board of Directors estimates the remuneration for each member on the principle of consensus. The total remuneration and bonus of the Board of Directors is decided by the General Meeting of Shareholders at the AGM.
3. The remuneration of each member of the Board of Directors is included in the business expenses of the Company in accordance with the provisions of the law on corporate income tax, which is presented as a separate item in the annual financial statements of the Company and must report to the General Meeting of Shareholders at the AGM.
4. Members of the Board of Directors holding executive positions or members of the Board of Directors work at sub-committees of the Board of Directors or perform other work outside the normal duties of a member of the Board of Directors can be paid additional remuneration in the form of a lump-sum remuneration, salary, commission, percentage of profit or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors have the right to be reimbursed for all travel, meals, accommodation and other legitimate expenses being paid when performing their responsibilities as members of the Board of Directors including expenses incurred by attending meetings of the General Meeting of Shareholders, the Board of Directors or sub-committees of the Board of Directors.
6. Members of the Board of Directors may be purchased liability insurance by the Company after obtaining approval from the General Meeting of Shareholders. This insurance does not cover the liability of the members of the Board of Directors related to the violation of law and the company's Charter.

Article 29. Chairman of the Board of Directors

1. The Board of Directors shall select among its members and vote to obtain its Chairman.
2. The Chairman of the Board of Directors cannot concurrently hold the position of Director (General Director).
3. The Chairman of the Board of Directors has the following rights and obligations:

a) To prepare working plans and programs of the Board of Directors;

b) To prepare the agenda, contents and documents serving the meeting, convene the meetings of the Board of Directors;

c) To organize the implementation of the Board of Directors' resolution;

d) To supervise the organization the implementation of the Board of Directors' resolutions;

e) To preside the General Meeting of Shareholders

f) Other rights and duties as provided by the Company in compliance with the law.

4. Where the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors must elect the alternative Chairman within ten (10) days.

5. Where the Chairman of the Board of Directors is absent or cannot carry out his/her duties, another member shall be authorized by the Chairman to exercise the rights and fulfill the obligations of the Chairman of Board of Directors according to the principles established in this Charter. Where the Chairman temporarily cannot carry out his duty due to death, missing, detained, serving sentence, serving an administrative measure at a compulsory drug detoxification center establishment, compulsory education institution, escaping from a residence, restricted or lose the capacity of a civil act, have difficulty in understanding, master the act, be banned by the Court from holding certain posts, practicing certain occupations / doing certain jobs, the Board of Directors can elect another person among the members to carry out the duty of the Chairman based on the principle of majority.

Article 30. Meetings of the Board of Directors

1. The Chairman of the Board of Directors is elected in the first meeting of the Board of Directors within 07 working days from the end of the election of the Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there are more than one member with the highest and equal number of votes or votes, members shall elect according to the majority rule to choose one of them to convene a meeting of the Board of Directors.

2. The Board of Directors must meet at least once a quarter and may hold an extraordinary meeting.

3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

a) At the request of the Audit Committee or independent member of the Board of Directors;

b) At the request of the Director or at least 05 other managers;

c) At the request of at least 02 members of the Board of Directors;

4. The request specified in Clause 3 of this Article must be made in writing, clearly stating the purpose, issues to be discussed and decisions under the authority of the Board of Directors.

5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 7 working days from the date of receipt of the request specified in Clause 3 of this Article. In case of not convening a meeting of the Board of Directors at the request, the Chairman of the Board of Directors must be responsible for any damage to the Company; the convener has the right to convene a meeting of the Board of Directors on behalf of the Chairman.

6. The Chairman of the Board of Directors or the person who convenes the meeting of the Board of Directors must send the meeting invitation at least 03 working days before the meeting date. The meeting invitation must specify the time and location of the meeting, agenda, issues to be

discussed and decided. The meeting invitation must include the documents used at the meeting and the votes of the members.

The invitation to the meeting of the Board of Directors can be sent by invitation, phone, fax, electronic means or other method prescribed by the company's charter and guaranteed to reach the registered contact address of each member of the Board of Directors.

7. The Chairman of the Board of Directors or the convener shall send meeting invitations and accompanying documents to members of the Audit Committee as to members of the Board of Directors.

   Members of the Audit Committee have the right to attend meetings of the Board of Directors; has the right to discuss but not to vote.

8. The quorum. The meeting of the Board of Directors according to the first invitation notice shall be conducted if it is attended by three fourths (3/4) of the total number of members. Where the meeting convened for the first time is not conducted because of the number of attendants is less than the quorum, it will be convened for the second time within seven (07) days as of the intended date of the first meeting. In this case, the meeting shall be conducted if attended by half of the total members of the Board of Directors.
9. A member of the Board of Directors is considered attending and voting at a meeting in the following cases:

a) Attend and vote directly at the meeting;
b) Authorize another person to attend the meeting and vote as prescribed in Clause 11 of this Article;
c) Attend and vote through online conferences, electronic voting or other electronic means;
d) Send votes to the meeting by post, fax, or email;

10. In case the votes are sent to the meeting via mail, the votes must be contained in a sealed envelope and sent to the Chairman of the Board of Directors at least 01 hour before the opening. Votes can only be opened in the presence of all attendees.
11. Members must attend all meetings of the Board of Directors. A member may authorize another person to attend the meeting and vote if it is approved by a majority of the members of the Board of Directors.
12. Resolutions and decisions of the Board of Directors shall be adopted if they are approved by a majority of the attending members; In the case of having equal number of votes, the final decision belongs to the side with the opinion of the Chairman of the Board of Directors.

Article 31. Subcommittees under the Board of Directors

1. The Board of Directors may establish a subcommittee to be in charge of development policy, personnel, salary and bonus, internal audit, and risk management. The number of members of the subcommittee decided by the Board of Directors is at least 03, including members of the Board of Directors and exernal members. The operation of the subcommittee must comply with the regulations of the Board of Directors. The resolution of the subcommittee

is only effective when the majority of members attend and vote at the meeting of the subcommittee.

2. Execution of decisions of the Board of Directors, or sub-committees under the Board of Directors must comply with current law provisions and provisions of the company's charter, internal corporate governance regulations.

Article 32. Head of corporate governance

1. The Board of Directors of the Company must appoint at least 01 person in charge of corporate governance.
2. The person in charge of corporate governance cannot concurrently work for an approved audit firm that is auditing the financial statements of the Company.
3. Head of corporate governance has the following rights and obligations:

a) Advising the Board of Directors in organizing the General Meeting of Shareholders in accordance with the regulations and the related work between the Company and shareholders;

b) Preparing meetings of the Board of Directors, Audit Committee and General Meeting of Shareholders at the request of the Board of Directors or Audit Committee;

c) Advising on the procedures of the meetings;

d) Attending meetings;

e) Advising on procedures of making resolutions of the Board of Directors in accordance with law;

f) To provide financial information, copies of meeting minutes of the Board of Directors and other information to members of the Board of Directors and members of the Audit Committee;

g) Supervising and reporting to the Board of Directors on information disclosure activities of the Company;

h) Be a liaison point with stakeholders;

i) Responsible of confidential information according to the provisions of law and the company's Charter;

j) Other rights and obligations as provided for by law and the company's charter.

VIII. CHIEF EXECUTIVE OFFICER, OTHER COMPANY EXECUTIVES

Article 33. Organization of the management apparatus

The Company applies a management system whereby the management apparatus shall be responsible and work under the direction of the Board of Directors. The Company has a Chief Executive Officer and several Deputy Chief Executive Officers and a Chief Accountant appointed by the Board of Directors. The Chief Executive Officer and Deputy Chief Executive Officers may be concurrently a member of Board of Directors, and shall be appointed or dismissed by the Board of Directors through a legally ratified resolution.

Article 34. Company Executives

1. Company executives include Director, Deputy Director, and Chief Accountant.

2. At the request of the Director and approved by the Board of Directors, the Company is allowed to recruit other executives with the amount and criteria in accordance with the Company's structure and management regulations decided by the Board of Directors. It is the responsibility of the business manager to support the Company in achieving its operational and organizational goals.
3. The director is paid a salary and a bonus. The salary and bonus of the Director is decided by the Board of Directors.
4. The salary of the Company executives is recorded into the Company's expenses in accordance with the provisions of the law on corporate income tax, which is presented as a separate item in the annual financial statements of the Company and must be reported at the Annual General Meeting of Shareholders.

Article 35. Appointment, dismissal, duties and rights of the Chief Executive Officer

1. The Board of Directors shall appoint a member of the Board of Directors or another person to take the position of Chief Executive Officer
2. The director is the person who manages the day-to-day business of the Company; subject to the supervision of the Board of Directors; take responsibility before the Board of Directors and law for the performance of assigned rights and obligations.
3. The term of office of the Director does not exceed 05 years and may be reappointed for unlimited terms. The director must meet the standards and conditions prescribed by law and the company's charter.
4. Rights and duties. The Chief Executive Officer has the following rights and duties:

a) To decide on issues related to the daily business activities of the Company that are not within the authority of the Board of Directors;
b) To implement resolutions & decisions of the Board of Directors
c) To implement the Company's business plans and investment plans
d) To propose organizational structure plan, internal management regulations of the Company;
e) To appoint, dismiss and remove managerial positions in the Company, except for positions under the authority of the Board of Directors;
f) To decide on salaries and other benefits for employees in the Company, including managers under the authority of the Director to appoint;
g) Labor recruitment;
h) To propose plans to pay dividends or handle business losses;
i) Other rights and obligations by law, the company's charter and resolutions and decisions of the Board of Directors.

5. The Board of Directors can dismiss the Director when a majority of the members of the Board of Directors who have the right to attend the meeting approve and appoint a new Director.

IX. SUPERVISORY BOARD OR AUDITING SUB-COMMITTEE UNDER BOARD OF DIRECTORS

Article 36. Candidacy and Nomination of member of Supervisory Board (Supervisor)

1. The candidacy and nomination of members of the Supervisory Board shall be carried out similarly to those specified in Clauses 1 and 2, Article 25 of this Charter.
2. In case the number of candidates for the Supervisory Board through nomination and candidacy is insufficient, the incumbent Supervisory Board may nominate more candidates or organize a nomination in accordance with the Charter, Internal regulations on corporate governance and Regulations on Operation of the Supervisory Board. The introduction of candidates by the incumbent Supervisory Board must be clearly announced before the General Meeting of Shareholders votes to elect members of the Supervisory Board in accordance with the law.

Article 37. Constituent of Supervisory Board

1. The number of members of the Supervisory Board of the Company is from 03 to 05 people. The term of office of a member of the Supervisory Board does not exceed 05 years and may be re-elected for an unlimited number of terms.
2. Members of the Supervisory Board must satisfy the criteria and conditions specified in Article 169 of Law on Enterprises and not one of the following cases:

a) Work in the accounting and finance department of the Company;

b) Being a member or employee of the independent audit company auditing the financial statements of the Company in the 3 previous consecutive years.

3. A member of the Supervisory Board is dismissed in the following cases:

a) No longer satisfying the criteria and conditions to be a member of the Supervisory Board as prescribed in Clause 2 of this Article;

b) Submitting a resignation letter and being approved.

4. A member of the Supervisory Board is removed in the following cases:

a) Fail to complete the assigned tasks and jobs;

b) Fail to perform his/her rights and obligations for 06 consecutive months, except for force majeure events;

c) Violate many times, seriously violate obligations of members of the Supervisory Board according to the provisions of the Law on Enterprises and the company's Charter;

d) Other cases according to the resolution of the General Meeting of Shareholders.

Article 38. Head of Supervisory Board

1. The Head of the Supervisory Board is elected by the Supervisory Board from among the members of the Supervisory Board; election, dismissal, and removal from office according to the majority rule. The Supervisory Board must have more than half of its members permanently residing in Vietnam. The Head of Supervisory Board must have a university or higher degree in one of the majors in economics, finance, accounting, auditing, law, business administration or a major related to the business activities of the Company.
2. Rights and obligations of the Head of Supervisory Board:

a) Convene the meeting of Supervisory Board.

b) Request the Board of Directors, Director and other executives to provide relevant information to report to the Supervisory Board.

c) Prepare and sign reports of the Supervisory Board after consulting with the Board of Directors to submit to the General Meeting of Shareholders.

Article 39. Rights and obligations of the Supervisory Board

Supervisory Board has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights and obligations:

1. Propose to the General Meeting of Shareholders to approve the list of auditing organizations that are approved to audit the Company's financial statements; decide on the approved auditing organization to inspect the operations of the Company, dismiss the approved auditor when deeming it necessary.
2. Be responsible to shareholders for the supervisory activities.
3. Supervise the financial situation of the Company, compliance with the law in the activities of members of the Board of Directors, Directors, other managers.
4. Ensure operational coordination with the Board of Directors, Directors and shareholders.
5. In case of detecting a violation of law or Company's Charter by a member of the Board of Directors, the Director and other executives of the enterprise, Supervisory Board must notify the Board of Directors in writing within 48 hours, requesting the person who has the violation to stop and take remedial measures.
6. Develop the Regulations on Operation of the Supervisory Board and submit to the General Meeting of Shareholders for approval.
7. Report to the General Meeting of Shareholders in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of Law on Securities.
8. Have access to the Company's records and documents kept at the head office, branches and other locations; have the right to visit the Company's premises of managers and employees during business hours.
9. Have the right to request the Board of Directors, members of the Board of Directors, Directors and other managers to fully, accurately and promptly provide information and documents on the management, administration and business activities of the Company.
10. Other rights and obligations in accordance with the law and this Charter.

Article 40. Meeting of the Supervisory Board

1. The Supervisory Board must hold meeting at least twice a year. The number of members attending the meeting must be at least 2/3. The minutes of the Supervisory Board meeting are detailed and clear. The minutes maker and members of the Supervisory Board attending the meeting must sign the minutes of the meeting. Minutes of meetings of the Supervisory Board must be kept to determine the responsibilities of each member of the Supervisory Board.

2. The Supervisory Board has the right to request members of the Board of Directors, Director and representatives of the approved auditing organization to attend and answer matters that need to be clarified.

Article 41. Salary, Remuneration, Bonus and other benefit of the members of Supervisory Board

1. Members of the Supervisory Board are paid salaries, remuneration, bonuses and other benefits as decided by the General Meeting of Shareholders. The General Meeting of Shareholders decides the total salary, remuneration, bonus, other benefits and annual operating budget of the Supervisory Board.
2. Members of the Supervisory Board are entitled to the payment of expenses for meals, accommodation, travel, and expenses for using independent consulting services at a reasonable level. The total remuneration and expenses must not exceed the total annual operating budget of the Supervisory Board approved by the General Meeting of Shareholders, otherwise decided by the General Meeting of Shareholders.
3. Salaries and operating expenses of the Supervisory Board are included in the business costs of the Company in accordance with the law on corporate income tax, other relevant laws and must be made into a separate section in the annual financial statements of the Company.

X. RESPONSIBILITIES OF MEMBERS OF BOARD OF DIRECTORS, MEMBERS OF SUPERVISORY BOARD, DIRECTOR AND OTHER EXECUTIVES

Members of the Board of Directors, members of the Supervisory Board, Directors and other executives are responsible for performing their duties, including duties as members of subcommittees of the Board of Directors, honestly, prudently for the benefit of the Company.

Article 42. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, members of Supervisory Board, Directors and other executives must disclose related interests in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Supervisory Board, Directors, other executives and related persons of these members are only allowed to use information obtained through their positions to serve the benefits of the company.
3. Members of the Board of Directors, members of the Supervisory Board, Directors and other executives are obliged to notify the Board of Directors and Supervisory Board in writing about the transactions between the Company, subsidiaries, and other companies with over 50% or more of the charter capital held by a public company with such person or with related persons of that object in accordance with the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information on these resolutions in accordance with the Law on Securities on information disclosure.
4. A member of the Board of Directors is not allowed to vote on a transaction that brings benefits to that member or his / her related persons in accordance with the Law on Enterprises and the Company's Charter.

5. Members of the Board of Directors, members of the Supervisory Board, Directors, other executives and related persons of these subjects are not allowed to use or disclose to others internal information to perform the related transaction.
6. Transactions between the Company and one or more members of the Board of Directors, members of the Supervisory Board, Directors, other executives and individuals, organizations related to these subjects are not invalid in the following cases:

a) For transactions with value less than or equal to 35% of the total value of assets recorded in the most recent financial statements, important contents of the contract or transaction as well as relationships and benefits members of the Board of Directors, members of the Supervisory Board, Directors, other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority of the votes of the members of the Board of Directors with no related benefits;

b) For a transaction with a value greater than 35% or a transaction resulting in transaction value arising within 12 months from the date of making the first transaction with a value of 35% or more of the total asset value recorded in the most recent financial report, the important contents of this transaction as well as the relationship and interests of members of the Board of Directors, members of the Supervisory Board, Directors, and other executives have already been disclosed to shareholders and approved by the General Meeting of Shareholders by votes of shareholders with no related interests.

Article 43. Liability for damage and compensation

1. Members of the Board of Directors, members of the Supervisory Board, Directors and other executives who violate their obligations, responsibilities of honesty and carefulness, fail to fulfill their obligations shall be responsible for damages caused by the violation.
2. The Company indemnifies persons who have been, are or may become a related party in claims, lawsuits or prosecutions ((including civil and administrative cases and are not lawsuits filed by the Company as the plaintiff) if that person was or is a member of the Board of Directors, a member of the Supervisory Board, Director, other executives, employees or authorized representatives of the Company who have been or are performing duties under the authorization of the Company, act honestly, prudently in the interests of the Company on the basis of compliance with the law and without evidence that such person has violated his responsibility.
3. Compensation include judgment costs, fines, actual payable amounts (including attorneys' fees) when resolving these cases to the extent permitted by law.

XI. RIGHTS TO COMPANY'S BOOK AND DOCUMENTS

Article 44. Right to research Books and Documents of the Company

1. 1. Common shareholders have the right to look up books and records, specifically as follows:

a) Common shareholders have the right to review, research and extract information about names and contact addresses in the list of shareholders with voting rights; request to correct their inaccurate information; review, research, extract or copy the company's Charter, minutes

of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b) Shareholders or groups of shareholders owning 5% or more of the total number of common shares have the right to review, research, extract the minutes book and resolutions, decisions of the Board of Directors, annual and semi-annual financial statements, Supervisory Board's reports, contracts, transactions under the approval of the Board of Directors, and other documents, except for documents related to trade secrets, business secrets of the Company.

2. In case an authorized representative of a shareholder and a group of shareholders request to review books and documents, there must be a power of attorney of the shareholder and group of shareholders that that person represents or a notarized copy of the power of attorney.
3. Members of Board of Directors, members of Supervisory Board, Directors and other executives have the right to review the register of shareholders of the Company, list of shareholders, books and other records of the Company for purposes related to his/her position on the condition that the information must be kept confidential.
4. The Company must keep this Charter and amendments and supplements to the Charter, Certificate of business registration, regulations, documents proving property ownership, resolutions of the General Meeting of Shareholders and Board of Directors, minutes of the General Meeting of Shareholders and Board of Directors, reports of Board of Directors, reports of Supervisory Board, annual financial statements, accounting books and other documents as prescribed by law at the head office or another place provided that shareholders and the Business Registration Office are informed of the location where these documents are to be stored.
5. The Company's Charter must be published on the Company's website.

XII. EMPLOYEE AND TRADE UNION

Article 45. Employee and Trade union

1. Giám đốc phải lập kế hoạch để Hội đồng quản trị thông qua các vấn đề liên quan đến việc tuyển dụng, cho người lao động nghỉ việc, tiền lương, bảo hiểm xã hội, phúc lợi, khen thưởng và kỷ luật đối với người lao động và người điều hành doanh nghiệp.
2. Giám đốc phải lập kế hoạch để Hội đồng quản trị thông qua các vấn đề liên quan đến quan hệ của Công ty với các tổ chức công đoàn theo các chuẩn mực, thông lệ và chính sách quản lý tốt nhất, những thông lệ và chính sách quy định tại Điều lệ này, các quy chế của Công ty và quy định pháp luật hiện hành.
3. The Director must adopt a plan for the Board of Directors to approve the issues related to recruitment, resignation of employees, salary, social insurance, welfare, commendation and discipline for employees and business executives.
4. The Director must adopt a plan for the Board of Directors to approve the issues relating to the relationship of the Company with trade union according to best management standards, practices and policies, which are specified in this Charter, the regulations of the Company and the applicable laws.

XIII. PROFIT DISTRIBUTION

Article 46. Profit Distribution

1. The General Meeting of Shareholders decides the dividend payout ratio and the form of annual dividend payment from retained earnings of the Company.
2. The company does not pay interest on the dividend payments or the amount related to a stock.
3. Board of Directors can propose the General Meeting of Shareholders to approve the full or partial stock dividends and Board of Directors is the unit to implement this decision.
4. Where dividends or other amounts related to a type of shares are paid in cash, the Company must pay in VND. Payment can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company made a transfer according to the correct banking details provided by a shareholder but that shareholder did not receive the money, the Company shall not be responsible for the amount transferred by the Company to this shareholder. The payment of dividends for shares listed/traded at the Stock Exchange can be executed via a securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises, Law on Securities, Board of Directors approves resolutions and decisions to determine a specific date to conclude the list of shareholders. Based on that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, to receive notices or other documents.
6. Other issues related to the distribution of profits comply with the provisions of law.

XIV. BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING REGIME

Article 47. Bank Account

1. The Company register Bank account in Vietnamese banks of branches of foreign banks licensed to operate in Vietnam.
2. Under the prior approval of the competent authority, in case of necessity, the Company can open a bank account overseas in accordance with the provisions of law.
3. The Company conducts all payments and accounting transactions through Vietnamese Dong or foreign currency accounts at banks where the Company opens accounts.

Article 48. Fiscal year

Fiscal year of the Company begins on January 1st and finishes on December 31st of the year. The first fiscal year begins on the dated of issuance of Certificate of Business Registration and finishes on December 31st in the same year.

Article 49. Accounting regime

1. The accounting system used by the Company is the corporate accounting system or a specific accounting system promulgated and approved by a competent authority.
2. The company makes accounting books in Vietnamese and maintains accounting records in accordance with the accounting law and relevant laws. These records must be accurate, updated, systematic and sufficient to prove and explain the Company's transactions.

3. The Company uses Vietnamese dong as its accounting currency. In case the Company has economic transactions mainly in a foreign currency, it is allowed to choose that foreign currency as the monetary unit in the accounting, take legal responsibility for that choice and notify the tax competent authority.

XV. FINANCIAL STATEMENTS, ANNUAL REPORT, AND INFORMATION DISCLOSURE OBLIGATION

Article 50. Quarterly, semi-annual, and annual financial statements

1. Companies must prepare annual financial statements and annual financial statements must be audited according to the provisions of law. The Company publishes its audited annual financial statements in accordance with the law on information disclosure on the stock market and submits it to competent authority.
2. Annual financial statements must include all reports, appendices and explanations according to the provisions of the law on corporate accounting. Annual financial statements must truthfully and objectively reflect the operating situation of the Company.
3. Companies must prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on disclosure of information on the stock market and submit them to competent authority.

Article 51. Annual report

The Company must prepare and publish the Annual Report in accordance with the law on securities and stock market.

XVI. AUDITING THE COMPANY

Article 52. Auditing

1. The General Meeting of Shareholders appoints an independent auditing company or approves the list of independent auditing firms and authorizes the Board of Directors to choose one of these units to audit Financial statements of the Company for the next fiscal year based on the terms and conditions agreed with the Board of Directors.
2. The audit financial statement is attached to the annual financial statements of the Company.
3. An independent auditor who audits the financial statements of the Company is entitled to attend meetings of General Meeting of Shareholders and is entitled to receive notices and other information related to the General Meeting of Shareholders, and are allowed to express their opinions at the meeting on issues related to the audit of the Company's financial statements.

XVII. SEAL OF THE COMPANY

Article 53. Seal of the Company

1. The seal includes the seal made at the stamp-engraved establishment or the seal in the form of digital signature according to the provisions of law on electronic transactions.
2. Board of Directors decides on the type of seal, the number, the form and the content of the seal of the Company, the branch, the representative office of the Company (if any).
3. Board of Directors, Director use and manage the seal according to the current law provisions.

XVIII. DISSOLUTIO OF THE COMPANY

Article 54. Dissolution of the Company

1. The Company may be dissolved in the following cases:
   a) The term of operation as stated in the company's charter expires without a decision to extend;
   b) According to the resolutions and decisions of the General Meeting of Shareholders;
   c) The Certificate of Business Registration is revoked, unless otherwise prescribed by the Law on Tax Administration;
   d) Other cases as prescribed by law.
2. The dissolution of the Company ahead of time (including the extended term) is decided by the General Meeting of Shareholders, implemented by the Board of Directors. This dissolution decision must be notified to or approved by the competent authority (if required) according to regulations.

Article 55. Extension of Operation

1. Board of Directors convenes the General Meeting of Shareholders at least 07 months before the end of the operation period so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors.
2. The term of operation is extended when the number of shareholders representing 65% or more of the total votes of all shareholders attending the General Meeting of Shareholders approves.

Article 56. Liquidation

1. At least 06 months before the end of the Company operation term or after the decision to dissolve the Company is issued, Board of Directors must establish a Liquidation Committee consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member appointed by the Board of Directors from 01 independent auditing company. The Liquidation Committee prepares its own operating regulations. Members of the Liquidation Committee may be selected from among the employees of the Company or independent experts. All expenses related to the liquidation are prioritized to be paid by the Company in advance of the Company's other liabilities.
2. The Liquidation Board is responsible for reporting to the Business Registration authority on the date of establishment and date of commencement of operation. Since that time, the Liquidation Committee shall act on behalf of the Company in all affairs related to the liquidation of the Company before the Court and administrative authorities.
3. Proceeds from the liquidation are paid in the following order:

a) Liquidation expenses;
b) The debt of salary, severance pay, social insurance and other benefits of the employee under the collective labor agreement and signed labor contract.
c) Tax debt.
d) Other debts of the Company;

e) The remaining balance after paying all debts from item (a) to (d) above is divided to shareholders. Shareholders with preferred shares are prioritized to be paid in advance.

XIX. INTERNAL DISPUTE ADDRESSING

Article 57. Internal dispute addressing

1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders according to the provisions of the Law on Enterprises, the Company's Charter, other legal regulations or agreements between:

a) Shareholder and Company;

b) Shareholders and the Board of Directors, Supervisory Board, director or other executives;

Related parties try to resolve that dispute through negotiation and mediation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the settlement of disputes and request each party to present information related to the dispute within 30 working days from the date the dispute arose. In case of disputes related to the Board of Directors or the Chairman of the Board of Directors, either party can request to appoint an independent expert to act as the mediator for the dispute resolution process.

2. In case of failure to reach a mediation decision within 6 weeks from the beginning of the mediation process or if the mediator's decision is not accepted by the parties, either party may refer the dispute to arbitration or Court.
3. The parties bear the costs related to the negotiation and mediation proceedings. The payment of the Court's costs shall comply with the Court's judgment.

XX. AMENDMENT AND SUPPLEMENT OF THE CHARTER

Article 58. Amendment and supplement of the Charter

1. The Amendment and supplement of this Charter must be considered and approved by the General Meeting of Shareholders.
2. In case there is a law relating to the operation of the Company which is not mentioned in this Charter or there is a new law provisions different from those in this Charter, such provisions shall be applied to regulate Company operations.

XXI. EFFECTIVE DATE

Article 59. Effective Date

1. This Charter includes 21 chapters, 59 articles approved by the General Meeting of Shareholders of PetroVietnam Securities Joint Stock Company on date ... month ... year ... at ... and unanimously agree to the full text of this Charter.
2. This Charter is made in .... copies, of equal value and must be kept at the head office of the Company.
3. This Charter is unique and official of the Company.
4. Copies or excerpts of the Company's Charter are valid when signed by the Chairman of the Board of Directors or at least 1/2 of the total number of the members of the Board of Directors.

Full name and signature of the legal representative or of the founding shareholders or of the authorized representative of the founding shareholder of the Company.

FOR AND ON BEHALF OF THE BOARD OF MANAGEMENT
CHAIRMAN OF THE BOARD OF MANAGEMENT



Ngo Ngoc Quang